BENEFITS TO ENRON SUMMARY

Deal Name: Pluto (MEGS)
Date Completed: 12/27/99
Description of Transaction: Purchase of debt and equity in entity that had an offshore gas gathering contract with Burlington Resources and Mariner

Enron Business Unit Benefited: ENA

Did the deal result in a direct or indirect benefit to Enron: Direct and Indirect

Primary Benefit: Generated earnings from ENA's ability to mark-to-market against the offshore gathering contract

Funds Flow Direct:\$0.8 million

Funds Flow Indirect: \$24.0 million

Earnings Direct: \$2.5 million

Earnings Indirect:

Fees Saved : \$16,000

Other equity investors bidding on the transaction:

1. None

indicate whether our purchase was on the same terms as the other equity purchasers.

Did the deal close with LJM? yes

If not, why?

*indicate whether the reason was driven by Enron or LJM.

Other benefits to Enron:

No 3rd parties (i.e., banks) would buy this Mariner exposure in the timeframe that LJM did

Compiled by: Chris Loehr

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GOVERNMENT EXHIBIT 7638

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